

MINUTES
of meeting of the Board of Directors of Rosseti Centre, PJSC
(in the form of absent voting)

«20» November 2022

Moscow

No. 60/22

Form of the meeting: **absent voting.**Total number of members of the Board of Directors: **11 people.**Participants of the voting: **A.V. Golovtsov, Y.V. Goncharov, M.A. Dokuchaeva, V.Y. Zarkhin, M.V. Korotkova, D.V. Krainskiy, A.V. Mayorov, I.V. Makovskiy, A.V. Molsky, A.V. Morozov, A.A. Polinov.**Members who did not provide questionnaires: **none.**The quorum **is present.**Date of the minutes: **20.11.2022.****AGENDA:**

1. On material incentives for General Director of Rosseti Centre, PJSC.

Item 1. On material incentives for General Director of Rosseti Centre, PJSC.**Decision:**

1. In accordance with para. 3.5 of the Regulation on material incentives for General Director of the Company, to pay to General Director of Rosseti Centre, PJSC I.V. Makovskiy special bonuses based on the results of 2021 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

2. In accordance with para. 3.5 of the Regulation on material incentives for General Director of the Company, to pay to General Director of Rosseti Centre, PJSC I.V. Makovskiy special bonuses based on the results of 2021 in accordance with Appendix # 2 to this decision of the Board of Directors of the Company if the Board of Directors of Rosseti Centre, PJSC makes a decision on full implementation of the KPI «Efficiency of innovative activities» of General Director of Rosseti Centre, PJSC for 2021.

Voting results:

- | | |
|------------------------------------|---------------|
| 1. Alexander Viktorovich Golovtsov | - «ABSTAINED» |
| 2. Yury Vladimirovich Goncharov | - «FOR» |
| 3. Maria Alexandrovna Dokuchaeva | - «FOR» |
| 4. Vitaly Yuryevich Zarkhin | - «FOR» |
| 5. Maria Vyacheslavna Korotkova | - «FOR» |
| 6. Daniil Vladimirovich Krainskiy | - «FOR» |
| 7. Andrey Vladimirovich Mayorov | - «FOR» |
| 8. Igor Vladimirovich Makovskiy | - «FOR» |
| 9. Alexey Valeryevich Molsky | - «FOR» |
| 10. Andrey Vladimirovich Morozov | - «FOR» |
| 11. Alexey Alexandrovich Polinov | - «FOR» |

Total:

| | |
|-------------|--------|
| «FOR» | - «10» |
| «AGAINST» | - «0» |
| «ABSTAINED» | - «1» |

Decision is taken.

Members of the Board of Directors of the Company, V.Y. Zarkhin and A.V. Morozov, submitted their dissenting opinions on this item (Appendices ##3-4).

Appendices:

1. The calculation of the special bonus for General Director of Rosseti Centre, PJSC Igor Vladimirovich Makovskiy based on the results of 2021 (Appendix # 1).
2. The calculation of the special bonus for General Director of Rosseti Centre, PJSC Igor Vladimirovich Makovskiy based on the results of 2021 for the KPI «Efficiency of innovative activities» (Appendix # 2).
3. The dissenting opinions from the members of the Board of Directors of the Company, V.Y. Zarkhin and A.V. Morozov, on the agenda item (Appendices ## 3-4).

**Chairperson of the Board of
Directors of Rosseti Centre, PJSC**

A.V. Mayorov

**Corporate Secretary
of Rosseti Centre, PJSC**

S.V. Lapinskaya